

EXHIBIT B

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

FRONTIER AIRLINES, INC.,

Plaintiff,

v.

AMCK AVIATION HOLDINGS IRELAND LIMITED, ACCIPITER INVESTMENT 4 LIMITED, VERMILLION AVIATION (TWO) LIMITED, ACCIPITER HOLDINGS DAC, CARLYLE AVIATION MANAGEMENT LIMITED, MAVERICK AVIATION HOLDINGS LIMITED, MANCHESTER AVIATION FINANCE S.A.R.L., VERMILLION AVIATION HOLDINGS LIMITED, WELLS FARGO TRUST COMPANY, N.A., solely in its capacity as OWNER TRUSTEE, and UMB BANK, N.A., solely in its capacity as OWNER TRUSTEE,

Defendants.

Case No.: 1:22-cv-02943 (PAE)

[PROPOSED] ORDER DISSOLVING PRELIMINARY INJUNCTION

WHEREAS, on July 18, 2023, the Court entered a narrow preliminary injunction (the “Preliminary Injunction”) enjoining defendants from grounding, impounding, or de-registering the 14 A320 airbus aircraft (the “Aircraft”) subject to notices of default issued on or about May 26, 2023 (the “May 26 Default Notices”) by Defendants Wells Fargo Trust Company, N.A., solely in its capacity as Owner Trustee (“Wells Fargo”), and UMB Bank, N.A., solely in its capacity as Owner Trustee (“UMB”) (collectively, “Defendants”), based on the defaults presently asserted against Plaintiff Frontier Airlines, Inc. (“Frontier”) in those May 26 Default Notices;

WHEREAS, on July 18, 2023, the Court ordered Frontier to continue to maintain the previously ordered \$2 million bond relating to the Preliminary Injunction (the “Bond”);

WHEREAS, on August 2, 2023, Defendants filed a Motion to Alter or Amend the Court’s

July 18, 2023 Order Granting Plaintiff's Application to Convert Temporary Restraining Order to Preliminary Injunction (the "Motion to Amend");

WHEREAS, the Motion to Amend was accompanied by a form of guaranty provided by Maverick Aviation (Ireland) DAC addressing the claims asserted by Frontier in the action captioned *Frontier Airlines, Inc. v. AMCK Aviation Holdings Ireland Ltd., et al.*, No. 1-20-cv-9713 (LLS) (S.D.N.Y.) (the "Guaranty");

WHEREAS, the Court has reviewed the Guaranty and Frontier's August 7, 2023 submission relating to the same;

WHEREAS, based on a review of the Guaranty, Frontier's submission, and the record in this action, the Court has determined that Frontier has no plausible basis to further withhold its cooperation with Defendants' efforts to sell or refinance the Aircraft;

WHEREAS, Defendants represent that if the Preliminary Injunction is dissolved, they (i) will refrain from taking any enforcement action pursuant to the May 26 Default Notices for two weeks so as to provide Frontier with sufficient time to provide Defendants with Frontier's signatures to, and authorization to attach such signatures to executed copies of, the documents provided by Defendants' counsel to Frontier's counsel on July 18, 2023 (excluding the documents provided on such date relating to the sale to third parties of four of the Aircraft), and issue insurance certificates for the 14 Aircraft in the form provided to Frontier's counsel on July 18, 2023 (the "Transaction Documents"), and (ii) will withdraw the May 26 Default Notices following receipt of such Transaction Documents.

WHEREFORE, IT IS NOW HEREBY ORDERED THAT:

1. Upon execution of the Guaranty, and without further order of the Court, the Preliminary Injunction (ECF No. 92) shall be dissolved, and of no further force or effect;
2. Frontier is no longer required to post the Bond; and
3. This Order is without prejudice to, and does not impact any other rights of the parties in this action, or the actions captioned *Frontier Airlines, Inc. v. AMCK Aviation Holdings Ireland Ltd., et al.*, No. 1:20-cv-09713 (LLS) (S.D.N.Y.) and *Carlyle Aviation Mgmt. Ltd., et al. v. Frontier Airlines, Inc.*, No. 1:23-cv-04774 (PAE) (S.D.N.Y.).

SIGNED this _____ day of _____, 2023.

HON. PAUL A. ENGELMAYER
United States District Judge